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CERTIFIED MAIL & EMAIL

Mr. Michael M. Grant Gallagher & Kennedy, P.A. 2575 East Camelback Road Phoenix, Arizona 85016-9225

RE:

STAFF'S FIRST SET OF DATA REQUESTS TO AT&T INC.

DOCKET NO. T-02428A-11-0170

Dear Mr. Grant:

On April 21, 2011, AT&T Inc. ("AT&T") on behalf of itself, its Arizona Operating Subsidiaries and T-Mobile USA, Inc. ("T-Mobile") filed for a Limited Waiver of the Commission's Affiliated Interests Rules pursuant to A.A.C. R14-2-806 or, alternatively, the notice of intent pursuant to A.A.C. R14-2-803 in relation to the acquisition of T-Mobile under an Agreement entered into by AT&T and T-Mobile on March 20, 2011. This data request lists the information Staff needs to further its analysis of the Application.

For each answer, please identify by name, title, e-mail address, telephone number and address each person providing information that forms the basis for the response provided. These data requests are continuing, and your answers or any documents supplied in response to these data requests should be supplemented with any additional information or documents that come to your attention after you have provided your initial responses.

Please provide Docket Control with the information being requested within 10 days of the date of this letter. Mail an Original plus 13 copies to Docket Control, Arizona Corporation Commission, 1200 W. Washington Street, Phoenix, AZ 85007-2927. Remember that information submitted will be made a part of the public record (including financial statements). Any information designated as confidential will not be accepted by Docket Control. If you have any questions, please contact me at (602) 542-0664. Thank you for your prompt response to this request.

Respectfully,

Pamela J. Genung
Staff Analyst

Utilities Division

STAFF'S FIRST SET OF DATA REQUESTS TO AT&T, INC. DOCKET NO. T-02428A-11-0170

Please make sure each numbered item and each part of the item is answered completely. In order for Staff to continue with its review of this Application, the following information must be submitted:

- STF 1.1 Please explain why Company Nos. T-03287A, Bellsouth Long Distance, Inc. and T-03116A, SNET America, Inc should not be added to this Application.
- STF 1.2 Please name any states in which T-Mobile is not currently providing or is not licensed to provide wireless services.
- STF 1.3 Please identify and explain whether AT&T has any outstanding or unresolved consumer complaints, relevant proceedings, or issues in any of the other states in which it is providing service.
- STF 1.4 Please identify and explain whether AT&T or any of its Arizona subsidiaries has any outstanding or unresolved consumer complaints, relevant proceedings, or issues before the Arizona Commission.
- STF 1.5 Is AT&T is in compliance with Decision No. 68269 and Decision No. 68865? If no, please explain.
- STF 1.6 Please identify the company name that will be used in marketing or providing service to the customers of T-Mobile should this filing be approved by the Commission.
- STF 1.7 Please identify which ILECs currently serve the areas where T-Mobile customers are located.
- STF 1.8 Please explain what impact the acquisition will have on the competitive situation in Arizona.
- STF 1.9 Please identify and explain the potential benefits, if any, that the proposed merger will have on AT&T's wireline customers. If none are currently available, please provide the date when such information will be available.
- STF 1.10 Please identify where the call center(s) or service center(s) are located for T-Mobile customers.
- STF 1.11 If a T-Mobile call center or service center is located in Arizona, please provide the number of employees at that center.
- STF 1.12 Please identify any Arizona workforce layoffs of T-Mobile, AT&T, or any of AT&T's subsidiaries should this Application be approved by the Commission. If such information is not currently available, please provide the date when such information will be available.

STAFF'S FIRST SET OF DATA REQUESTS TO AT&T, INC. DOCKET NO. T-02428A-11-0170

- STF 1.13 Please identify any Arizona plant or facility closings of T-Mobile, AT&T, or any of AT&T's subsidiaries should this Application be approved by the Commission. If such information is not currently available, please provide the date when such information will be available.
- STF 1.14 Please identify any AT&T wireless broadband investment in Arizona should this Application be approved by the Commission. If such information is not currently available, please provide the date when such information will be available.
- STF 1.15 Please identify any AT&T wireline broadband investment in Arizona should this Application be approved by the Commission. If such information is not currently available, please provide the date when such information will be available.
- STF 1.16 Please indicate the impact on AT&T's overall investment in Arizona resulting from the proposed acquisition. If such information is not currently available, please provide the date when such information will be available.
- STF 1.17 Will AT&T be providing a customer notification to the customers of T-Mobile? If so, please provide a copy of the customer notification and indicate the date that it was sent or will be sent to those customers.
- STF 1.18 Will AT&T be publishing a legal notice in all counties affected by this Application? If so, please provide a copy of the legal notice and indicate the media name and date the notice was published.
- STF 1.19 Please identify in which states the proposed acquisition has been filed.
 - a. Please identify which states have approved the proposed acquisition.
 - b. Please identify which states have denied the proposed acquisition.